

Federal City Performing Arts Association

Board of Directors Meeting Minutes

Wednesday, May 8, 1996
2801 M St, NW, Washington, DC

DIRECTORS: Present: Cohen, Eadie, Dorr, Gerard, Peirce, Perkins, Rosen, Weeks, York.
Absent: de Keyser (no proxy assigned), Greenwald (no proxy assigned), Madigan (unrestricted proxy assigned to Eadie), Wheeler (no proxy assigned).

STAFF: Burhman, Holloway, McClelland, Monell.

GUESTS: Michael Baker, Fred Boykin, Dave Doleki, Dean Lester, Bill Lipsett, Charlie Merk, Jennifer Cover Payne.

I. Call to Order

Meeting Called to Order at 7:00 pm by Gerard.

II. Presentation by Ms. Jennifer Cover Payne, Executive Director of Cultural Alliance

Monell introduced Ms. Payne and provided a brief overview of our relationship with Cultural Alliance.

Highlights of Ms. Payne's talk included:

- ▼ Congratulated the Board on taking the leap of hiring an Executive Director.
 - ▼ Impressed with FCPAA's ability to operate on a "real" budget with "real" dollars (hundreds of thousands) that is almost 100% earned income (meaning we don't have to worry about grant funding drying up and losing programming ability). Also means we are well positioned to be attractive to potential donors and grantors.
 - ▼ Impressed with the high caliber and organization of the Board, which is necessary to be successful in grant and large donor seeking.
 - ▼ The world of non-profit arts management is exciting due to the balancing act necessary between the Business of Art and the Art of Business.
 - ▼ The upcoming years are exciting for FCPAA because of where we are in our organization's life span. Organizations are like children in that the 15-20 year old time period is one of tremendous change. During this time frame, both children and organizations:
 - develop their own sense of being.
 - test the waters and find their limits.
 - mature.
 - develop their goals and long range visions.
- Like children, organizations need to be "pushed out of the house" of the easy, status-quo life during this time-frame or, like the child, the organization will stagnate, stay at home, and shrivel spiritually, mentally, and emotionally. Organizations who fail in the long term are ones that do not push themselves and expand at this point in their development.
- ▼ Boards and Executive Directors work in partnership, like parents, providing direction and support to organizations during this growth period.

III. Approval of Minutes

York moved, Perkins seconded, to approve the March 19, 1996 and the April 10, 1996 Board minutes as presented.

Unanimous in Favor. Minutes approved.

IV. President's Report

Gerard presented Wheeler's report to the Board. Significant highlights included:

- ▼ The Executive Committee supports the proposed Holly Near concert in October;
- ▼ Gary Dwyier, with assistance from Nick Kyrus, has accepted an offer from the Executive Committee to coordinate and encourage sales of concert tickets within the chorus;
- ▼ The Executive Committee is recommending the following for Board consideration:
 - approval of a portable laser printer for the support section's use at New York Avenue,
 - approval of a policy regarding use of meeting space at 2801 M St, NW,
 - approval of an agreement to be signed by next year's Board members outlining duties and responsibilities of both Board members to FCPAA and of FCPAA to Board members;
- ▼ Under Article 7, Section 2 of the By-laws, the Executive Committee is informing the Board that the proposed budget for FY 1997 includes a contract with a member of FCPAA: Dan Kaufman. Under the By-laws, such a contract must be fully disclosed to the Board and acted upon by the Board. Wheeler anticipates that the contract will be ready for the Board's review at the next meeting.

V. Business Manager's Report

Dorr presented the Month 10 (April) closing report. Significant highlights included:

- ▼ Total revenues for the Year-to-date (YTD) are still more than \$12,000 below budget, but are ahead of last year by more than \$14,000;
- ▼ Primary areas of revenue shortfall as related to the budget are concert tickets, special performances, and fund raising;
- ▼ Primary areas of increased revenues as related to the budget are advertising and the auction;
- ▼ YTD total expenses are over budget by more than \$12,000 and are almost \$70,000 more than the total expenditures at this time last year;
- ▼ Bottom-line: YTD actuals are almost \$24,000 worse than budgeted, meaning a deficit of approximately \$54,000 for the year (including the planned \$30,000 deficit).

VI. Music Director's Report

Holloway presented his report. Significant highlights and discussion points included:

- ▼ Repertory advisory committee meeting and discussing themes and concepts through the 97/98 season as well as the items listed below. Members were asked to talk with Holloway if interested in these topics:
 - Holiday concert venue options - moveable concert at churches.
 - Musical revue is fun, but loses money, what about spinning off a theatre group on the model of a small group.
 - Long-range chorus travel, maybe Europe?

VII. Executive Director's Report

Monell presented his report. Significant highlights and discussion points included:

- ▼ Attended MCC's 20th anniversary;
- ▼ Possibilities of grant funding in the next twenty-four months are mostly from corporate sources, not foundations, and also most likely through connections of people personally known to Board or Chorus members;
- ▼ Brief discussion of Monell's six-month report distributed at the April Board meeting.

VIII. Finance Committee's Report

Dorr presented the committee's report. Significant highlights included:

- ▼ Stock portfolio is improving steadily in value and is being monitored daily;
- ▼ Committee recommends maintaining a liquid position for the remainder of the fiscal year given our budget overages, and is therefore recommending deferring any decision on the Powers' bequest until a future time;

IX. Election Committee

Gerard presented the following members to serve on the committee with Peirce: Brad Boekeloo, Michael Baker, and Keyth Fitzgerald. Peirce presented the following timeline for the Board elections:

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|---------------------------|---|
| Sunday, May 12 | - Rehearsal - Nominations open |
| Monday, June 3 | - Rehearsal - Nominations Close, 9:30 pm. |
| Monday, June 10 | - Rehearsal - elections start |
| Sunday, June 30 | - Annual Meeting (All ballots due - elections final) |
| Sunday, June 30 - July 15 | - Board Elect meets to select executive committee, set regular board meeting schedule |
| Monday, July 15 | - New board terms start |

Perkins moved, York seconded, to approved the committee and time-line as presented.
Unanimous in favor. Motion approved.

X. Potomac Fever Spring 1997 Concert Tour Proposal

Burhman presented a proposal for Potomac Fever (PF) to travel to Europe in May of 1997. Significant highlights and discussion points included:

- ▼ Invitation from Noot an de Maan to perform in Amsterdam on Tuesday, May 13, 1997;
- ▼ In negotiations with a European Gay and Lesbian Chorus Festival Board member for a possible gig;
- ▼ Exploring options for one additional concert in Paris, Hamburg, or London;
- ▼ Based on actual costs experienced by other Gay Men's Chorus's trips to Europe, and negotiations with local travel agents, estimated travel and lodging costs of the one-week trip are \$1,050 per person;
- ▼ PF is requesting approval to operate a raffle fund-raiser with the goal of \$7,500 to support some of the group's expenses;

Weeks moved, York seconded, to approve the Potomac Fever trip and raffle fund-raiser as presented and to express the Board's moral support to PF in their efforts.
Unanimous in Favor. Motion approved.

XI. New Business

- ▼ Gerard presented the Executive Committee's recommendation to purchase a portable printer for the Support Section's use at New York Avenue Presbyterian Church.

Rosen moved, Peirce seconded, to authorize not more than \$500 of capital funds for the purchase of a portable laser printer.

Nine in favor, one abstention. Motion approved.

- ▼ Gerard presented the Executive Committee's recommendation regarding the establishment of a policy on use of meeting spaces at the FCPAA offices at 2801 M St, NW.

Perkins moved, Rosen seconded, to approve the policy as presented.

Unanimous in favor. Motion approved.

- ▼ Gerard presented the Executive Committee's recommendation regarding the establishment of a Board Member Agreement form outlining the duties and responsibilities Board Members have to FCPAA and the responsibilities FCPAA has for Board Members. Significant discussion followed, highlights of which included:
 - concern with requiring Board Members to raise specific amounts of funds to be on the Board and the classism and ageism issues such a requirement raises;
 - importance of fundraising leadership to be exhibited by the Board;
 - responsibility of the Board for the organization's fiscal, emotional, and legal health.

Dorr moved, Perkins seconded, to approve the Board Member agreement form as presented.

Eadie moved, Perkins seconded, to move into a Committee of the Whole session to work out wording of the motion.

Unanimous in Favor. Moved into Committee of the Whole session at 8:57 pm.

Eadie moved, Cohen seconded, to move out of Committee of the Whole and back into regular session.

Unanimous in favor. Moved into Regular Session at 9:07 pm.

Eadie moved, Perkins seconded, to amend the proposal as discussed in the Committee of the Whole.

Unanimous in Favor. Motion amended.

Unanimous in Favor. Agreement form as amended approved.

- ▼ Dorrell presented the Executive and Finance Committees' recommendation for financial operations starting in the next Fiscal Year. McClelland is resigning as business manager at the end of June. The proposal primarily includes the contracting out of FCPAA's accounting and bookkeeping services.

Dorr moved, Perkins seconded, to authorize the Executive Committee to (1) contract for Accounting and bookkeeping services for FY97 not to exceed \$10,000, (2) convene a working group to transition to the new arrangement, and (3) for the Finance Committee to assist the Executive Committee in these functions.

Unanimous in favor. Motion approved.

- ▼ Holloway discussed possible dates for recording sessions for the next Compact Disc.

XII. Adjournment

There being no further business,

Weeks moved, Eadie seconded, to adjourn the meeting.

Unanimous in Favor. Meeting adjourned at 9:28 pm.



Respectfully submitted,
Jeffrey R. Peirce, Secretary, FCPAA